Bavarian Nordic - in TRANSITION
Forward-looking statements

This presentation includes forward-looking statements that involve risks, uncertainties and other factors, many of which are outside of our control that could cause actual results to differ materially from the results discussed in the forward-looking statements. Forward-looking statements include statements regarding our short-term objectives and opportunities, financial expectations for the full year and financial preparedness as of year end, as well as statements concerning our plans, objectives, goals, future events, performance and/or other information that is not historical information. All such forward-looking statements are expressly qualified by these cautionary statements and any other cautionary statements which may accompany the forward-looking statements. We undertake no obligation to publicly update or revise forward-looking statements to reflect subsequent events or circumstances after the date made, except as required by law.
Acceleration of our strategy
to become a leading and profitable vaccine company!

Our 2019 vision & strategy
By 2023 we aspire to be a leading and profitable biotech company that through harnessing the power of the immune system will develop, manufacture and commercialize products for infectious disease and cancer

MAINTAIN global leadership of our smallpox vaccine business
EXPAND and rapidly ADVANCE the pipeline of infectious disease programs
ESTABLISH a broad and deep cancer immunotherapy portfolio on track
EXPAND the commercial footprint and capabilities
Transformative events accelerate pathway to profitability
- FDA approval and acquisition of two commercial vaccines mark a turn for Bavarian Nordic

FDA approval of JYNNEOS™ for smallpox and monkeypox (liquid-frozen)
• Awarded Priority Review Voucher
• Fully-funded, Phase 3 lot-consistency study of freeze-dried MVA-BN ongoing to support licensure, expected in 2022

Acquisition of two commercial vaccines from GSK
• Accelerates our vision by 3 years to become a leading and profitable vaccine company
• Exploits significant manufacturing synergies between highly complementary technologies and builds on our expertise
• Strong cash flow generation allows us to continue progressing our promising pipeline

RSV Phase 3 design agreed with FDA
• Study will initiate in 2021

Ebola partnership with Janssen
• 500,000 Ebola vaccine doses to DRC
• Filed for EMA approval

Equine encephalitis
• Phase 1 initiated with support from U.S. DoD

Fill and finish facility on track
On track to meet full year guidance
Expect to be EBITDA positive from 2020
Future products & pipeline

**Marketed vaccines**

- JYNNEOS™ /IMVANEX® /IMVAMUNE® Smallpox, Monkeypox (liquid-frozen)
- Rabipur/RabAvert® - Rabies
- Encepur® - Tick-borne encephalitis (TBE)

**Mid/late-stage development**

- MVA-BN® Filo - Ebola (Janssen)
- MVA-BN® - Smallpox (freeze-dried)
- MVA-BN® RSV - Respiratory Syncytial Virus (RSV)
- BN-Brachyury - Chordoma

**Early-stage development**

- Next-generation cancer vaccines - Cancer
- MVA-BN® HPV - HPV (Janssen)
- MVA-BN® HIV - HIV-1 (Janssen)
- MVA-BN® HBV - HBV (Janssen)
- MVA-BN WEV - Equine encephalitis

Pending acquisition (see deep-dive section for more detail)
FDA approved

• The U.S. FDA has approved JYNNEOS™ for prevention of smallpox and monkeypox

• Only FDA approved non-replicating smallpox vaccine

• Only FDA approved vaccine for prevention of monkeypox

• Company has been granted Priority Review Voucher

“
The first and only FDA approved non-replicating smallpox vaccine

JYNNEOS™
(Smallpox and Monkeypox Vaccine, Live, Non-replicating).
See full Prescribing Information on JYNNEOS.com
Expanding the smallpox market

Post-approval market opportunities for the general adult population expanded beyond national stockpile

U.S. Stockpiling

Pre-approval (EUA)
To protect 10 million citizens at risk

Post-approval
To protect 66 million citizens (contraindicated to ACAM2000 and their household contacts)

Recurring sales potential

Current recommendation
• Military personnel in South Korea (50,000 per year)

Future
• All troops entering basic training (~240,000 per year)
• All active duty military personnel (~3M)

Seek to re-invoke 2002 US smallpox vaccination guidelines
• 0.5M to up to 10M healthcare workers
• Other civilians who wish to be vaccinated
Monkeypox market opportunities

Potential target populations for monkeypox

- Those living in endemic areas
- Those traveling to endemic areas for business/leisure/charity
- Multinational companies with large local and expatriate presence (e.g. oil & gas industry)
- Products for travelers are primarily privately paid

New revenue driver with significant upside

- Pricing expected to be in line with other travel vaccines
- Peak sales of around USD 65m anticipated
- Additional factors not included that could increase sales:
  - Ex-US travelers to all affected countries
  - Multinational companies operating outside of Nigeria
  - WHO recommendations
  - Local use in affected African countries
  - Local use in the US and EU

>5M international arrivals into monkeypox-affected countries in 2017

Nigeria outbreak
Overlaps with areas of highest population density, and highest oil extraction

Nigeria has >2M inbound travelers per year with an estimated 300k coming from the US and UK
Transformative transaction that will establish a leading infectious disease franchise and accelerate Bavarian Nordic’s pathway to profitability

- Accelerates our vision by 3 years to become a leading and profitable vaccine company
- Exploits significant manufacturing synergies between highly complementary technologies and builds on our expertise
- Strong cash flow generation allows us to continue progressing our promising innovative pipeline

Executing on our strategy to create a strong commercial independent vaccine company by acquiring an established product portfolio
Controlled and staged transition plan
- Supported by GSK during transition period

**Sales & Marketing**
- Bavarian Nordic assumes responsibility for sales & marketing of the products from day 1 after closing
- Key personnel will be in place in selected markets from the start
- Hired a Chief Commercial Officer (CCO) with proven vaccine expertise will drive commercial activities
- Bavarian Nordic will establish presence in selected key markets

**Distribution**
- Bavarian Nordic will establish own distribution network with logistic partners until then the products will be distributed via GSK’s distribution network
- Distribution tasks will be transferred market by market when new network is in place
- Transfer of distribution expected to be complete during 2021

**Manufacturing**
- All manufacturing processes will be transferred to Bavarian Nordic
- The transfer is a very regulated process and is expected to be complete by end of 2024
- The transfer will be staged starting with packaging then filling and ending with the transfer of bulk manufacturing
- Until complete transfer GSK will be a supplier to Bavarian Nordic
# Key opportunities from strong strategic fit

- We have a clear strategy to unlock the full potential of the Rabies and TBE vaccines

## Key opportunities

<table>
<thead>
<tr>
<th>Manufacturing</th>
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<tbody>
<tr>
<td>- Optimise utilization of vaccine bulk production at BN</td>
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<tr>
<td>- Improve capacity utilization of new fill and finish facility at BN</td>
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<tr>
<td>- Expand manufacturing footprint to allow the introduction of new technologies</td>
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<table>
<thead>
<tr>
<th>Sales &amp; Marketing</th>
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<tbody>
<tr>
<td>- Capture untapped market potential through an increase in focus and attention</td>
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<tr>
<td>- Perfect strategic and commercial fit</td>
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## Execution strategy

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<tr>
<td>Gradient transfer of technology from GSK</td>
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<tr>
<td>Completion of fill-and-finish facility</td>
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<tr>
<td>Investment into new independent manufacturing suite</td>
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<tr>
<td>Controlled and phased establishment of commercial infrastructure</td>
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## Additional benefits

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<td>Enables us to become a fully multiproduct facility</td>
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<tr>
<td>Potential for future reduction in COGS</td>
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<tr>
<td>Expand commercial portfolio through future product launches and acquisitions</td>
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<td>Commercial platform allowing for future expansion of commercial portfolio</td>
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Positive cash flows generated from new business will enable continued investment in innovative pipeline
Purchase price, structure & financing
- Maintaining a solid cash position throughout transition period

1 **Up-front payment:**
   Payment of approx. EUR 301m upon closing. Includes an adjustment for estimated inventory at closing. The amount will be adjusted after closing with any difference to actual inventory value.

2 **Future conditional milestones:**
   Up to EUR 495m in total, related to successful transfer of marketing authorizations in local markets, transferring of manufacturing and commercial performance. Payments expected to occur in the period 2020 to 2025 with the majority expected from 2022.

3 **Acquisition finance secured by:**
   Cash available, bridge facility, fully underwritten rights issue and cash contribution from new business.

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**Payments**

<table>
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<tr>
<th>Description</th>
<th>EUR million</th>
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</thead>
<tbody>
<tr>
<td>1 Up-front payment at closing, expected Dec 31, 2019</td>
<td>approx. 301</td>
</tr>
<tr>
<td>2 Future conditional milestone payments</td>
<td>up to 495</td>
</tr>
<tr>
<td><strong>Total purchase price</strong></td>
<td>up to approx. 796¹</td>
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**Financing**

<table>
<thead>
<tr>
<th>Description</th>
<th>EUR million</th>
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<tr>
<td>3 From current cash position</td>
<td>150</td>
</tr>
<tr>
<td>3 Bridge facility</td>
<td>up to 270</td>
</tr>
<tr>
<td>3 Rights issue (fully underwritten) - 1H 2020</td>
<td>approx. 350</td>
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Note: (1) To be adjusted for possible variance between estimated and actual inventory upon closing

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**Transition agreements:**
GSK supporting a staged takeover of sales & marketing, distribution and manufacturing

**Robust capital structure:**
The financing will provide a sound capital structure for the long-term support of ongoing R&D activities and successful commercial launch of new products. Funding for future investments secured.
Rabies, a major public health threat
- Vaccination is highly successful in preventing the disease if administered promptly

Key disease and vaccination facts

1. Rabies is a deadly infection that is nearly always fatal following the onset of clinical symptoms

2. Caused by the lyssavirus, rabies spreads by animal bites (dogs, bats, raccoons, etc.)

3. Approximately 59,000 annual deaths caused by rabies, predominantly in the developing world

4. Vaccine is nearly 100% effective, even post-exposure

5. In the US, every 10 minutes a person starts post-exposure rabies vaccinations after a suspicious animal bite

6. Pre-exposure vaccination continues to be underutilized particularly in travelers to endemic regions

Markets targeted by Bavarian Nordic

Key commercial overview for Rabipur/RabAvert
- Market leading vaccine with strong and stable market dynamics

Key highlights of Rabipur/RabAvert
- Sterile, freeze dried vaccine indicated for both pre-exposure and post-exposure prophylaxis in all age groups
- Pre- and postexposure vaccination consists of 3 and 5 doses respectively of 1.0 mL given intramuscularly
- Focused on major Western regulated markets and traveler population
- First launched in 1985

Market dynamics
- Market growth is primarily driven by volume as price increases in the US have recently stabilized
- Rabipur/RabAvert is a leader in large markets with steady growth in market share
- Limited competition in major Western markets

Market leading position in major growth markets

Best estimate on 2019 annual sales for Rabipur/RabAvert

- ~4% CAGR 2016 - 2019
- ~105 EURm 2019E

US and Germany are the key markets (~80% revenue)

- US: RabAvert 58%, Rabipur 92%
- Germany: Rabipur 92%
- Other: ~89 EURm 2018A

Note: (1) BN assessment based on available market data
Tick-borne encephalitis
- A growing threat spreading across Europe

Key disease and vaccination facts

1. TBE is a viral infectious disease, involving the central nervous system and often manifests as meningitis or encephalitis.
2. Endemic area spreading from Central Europe to other parts of Germany, Baltics and Nordic countries.
3. Areas harboring ticks expanding due to climate change amongst other factors.
4. Reimbursement coverage increasing in regions such as Germany and Switzerland.
5. Opportunities for growth based on increasing awareness, particularly for the dangers to children, and to increased compliance.

Incidence overview for TBE

Average annual incidence rate per 100,000 inhabitants in the EU/EFTA at country level

TBE incidence rate:
- 0
- > 0.0 - 0.5
- > 0.5 - 4.0
- > 4.0 - 8.5
- > 8.5 - 18.5
- Data not available
- No surveillance
- Not included

Infection statistics:

~10-20% experience paralysis
~1-2% deaths occur in European TBE

Sources:
Key commercial overview for Encepur
- #2 position in high growth market

Key highlights of Encepur

- Vaccine against TBE. Administered in a three dose regimen over a one year or one month period
- Booster doses required after 3 years and then every 5 years
- Available in adult and children version
- Commercialized in major European markets
- Product launched in 1991

Market dynamics

- Market growth driven by increase in endemic area, coverage and reimbursement
- Encepur has an established market presence - limited historical marketing efforts provides attractive upside potential
- Encepur holds a #2 position in most major EU markets

Strong competitive position in markets with high underlying growth

Best estimate on 2019 annual sales for Encepur

- Germany and Sweden are the key markets (~76% revenue)
- ~15% CAGR 2016 - 2019
- ~70 EURm 2019E
- ~136 EURm 2018A
- Encepur 32%
- Germany
- ~24 EURm 2018A
- Encepur 26%
- Sweden

Other

Note: (1) BN assessment based on available market data
Contribution from the acquired products and long-term outlook
- a pathway to sustainable profitability and positive cash flows for Bavarian Nordic

Annual sales of acquired products

- ~175 EURm 2019E
  - Rabipur/RabAvert
  - Encepur

Financial ambitions for acquired products

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<tr>
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<th>Transition years 2020-2024</th>
<th>Post full transition 2025</th>
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<tbody>
<tr>
<td>Sales growth</td>
<td>Rabipur/RabAvert (Rabies) - low to mid single digit</td>
<td>Encepur (TBE) - mid to high single digit</td>
</tr>
<tr>
<td>EBITDA-margin 1</td>
<td>30-40% 2020 impacted by non-recurring transition cost (5-10 points)</td>
<td>&gt;50% Even higher, excluding existing indirect production overheads (5-8 points)</td>
</tr>
</tbody>
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Note: (1) Amortization of intangible assets created by the acquisition not included in EBITDA

Preliminary 2020 guidance - pro forma

- Positive EBITDA
- Not including sale of priority review voucher
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